

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	01/18/06	0.60	FINALIZE PAP SAFE HARBOR PROVISIONS FOR R. ROSENBERG REVIEW (0.6).
BUTLER, JR. J	01/19/06	1.30	CONTINUE TO REVIEW PAP SAFE HARBOR PROVISIONS WITH R. ROSENBERG (0.4); EMAILS TO STAKEHOLDERS RE ADJOURNMENT OF KECP HEARING TO FEBRUARY 10TH (0.3); REVIEW AND COMMENT ON PERFORMANCE MEASURES TERMSHEET FROM N. BUBNOVICH (0.6).
BUTLER, JR. J	01/22/06	1.10	CONTINUE TO PREPARE FOR FEBRUARY 10TH KECP HEARING INCLUDING REVIEW OF APPALOOSA MOTION TO COMPEL (0.7); REVIEW AND COMMENT ON AIP PROPOSAL TO UCC (0.4).
BUTLER, JR. J	01/23/06	0.60	CONTINUE TO PREPARE FOR FEBRUARY 10TH KECP HEARING INCLUDING REVIEW OF AIP PROPOSAL TO UCC WITH SENIOR MANAGEMENT AT COMPANY IN TROY (0.6).
BUTLER, JR. J	01/28/06	0.20	EMAILS TO/FROM R. ROSENBERG RE FEBRUARY 10TH KECP HEARING (0.2).
BUTLER, JR. J	01/31/06	0.90	CONTINUE TO PREPARE FOR FEBRUARY 10TH KECP HEARING INCLUDING REVIEW OF REVISED AIP LISTS AND DUE DILIGENCE MATERIALS (0.9).
		22.30	
MARAFIOTI KA	01/11/06	0.40	ANALYZE ISSUES RE SERVICE OF MOTION TO QUASH IN CONNECTION KECP (0.4).
MARAFIOTI KA	01/12/06	1.20	DEVELOP STRATEGY FOR KECP HEARING (0.6); REVIEWED KECP REPLY PAPERS (0.4); REVIEW KECP CORRESPONDENCE (0.2).
MARAFIOTI KA	01/20/06	0.60	CONSIDER ISSUE RE INTERPRETATION OF EMPLOYEE ORDER AND MOTION (0.4) AND CORRESPONDENCE RE SAME (0.2).
MARAFIOTI KA	01/27/06	0.40	TELECONFERENCE WITH S. CORCORAN RE KECP (0.1); ANALYZE KECP DISCOVERY ISSUES (0.3).
MARAFIOTI KA	01/31/06	0.10	REVIEWED CORRESPONDENCE RE KECP (0.1).
		2.70	
SPRINGER DE	01/03/06	1.10	DRAFT MESSAGE TO KECP OBJECTORS RE SHAPE OF HEARING AND MOTION (0.3); TELECONFERENCES WITH WORKING GROUP RE KECP DISCOVERY AND SUPPORTING DECLARATIONS (0.8).

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SPRINGER DE	01/04/06	2.20	REVIEW PBGC PROPOSED LETTER RESTRICTION ON PROTECTIVE ORDER RE KECP MOTION (0.5); PREPARATION FOR AND PARTICIPATE IN PBGC MEET AND CONFER (0.5); ANALYZE POTENTIAL ARGUMENTS RE SCALP KECP DISCOVERY ISSUES (1.2).
SPRINGER DE	01/06/06	4.30	CONFERENCES WITH N. MACDONALD AND N. CAMPANARIO RE KECP DISCOVERY (0.6); REVISE MESSAGE TO OBJECTORS RE DISCOVERY (0.4); DRAFT REVISED DISCOVERY PROGRAM (0.8); ANALYZE POTENTIAL POSITIONS RE SCALP DISCOVERY ISSUES (0.2); OUTLINE DRAFT LETTER TO SCALP RE DISCOVERY REQUESTS (1.2); REVIEW AND REVISE KECP SUPPORTING DECLARATIONS (1.1).
SPRINGER DE	01/07/06	3.20	REVIEW AND REVISE WTC PROTECTIVE ORDER (0.6); CONFERENCE WITH J. BUTLER RE KECP DISCOVERY (0.6); REVIEW AND REVISE SUPPORTING KECP DECLARATION (1.3); DRAFT CORRESPONDENCE TO SCALP RE DISCOVERY ISSUES (0.7).
SPRINGER DE	01/09/06	5.30	REVIEW AND REVISE PBGC PROTECTIVE ORDER (0.3); REVIEW AND REVISE WTC PROTECTIVE ORDER, AND DRAFT MESSAGE TO MR. FOX RE SAME (0.7); REVIEW DOCUMENTATION RE SCALP DISCOVERY REQUEST (0.3); REVIEW INFORMATION RE PEARL MEYER INFORMATION REQUEST RE KECP (0.5); TELECONFERENCE WITH N. CAMPANARIO RE RESPONSE TO MEYER'S INFORMATION REQUESTS (0.5); TELECONFERENCES WITH N. BUBNOVICH RE CONFERENCE WITH PEARL MEYER AND HER REQUESTS FOR INFORMATION (1.0); DRAFT CORRESPONDENCE TO LEAD PLAINTIFFS RE REQUESTS AND MEET AND CONFER (1.4); REVIEW CORRESPONDENCE FROM SCALP RE MEET AND CONFER (0.6).
SPRINGER DE	01/10/06	3.40	DRAFT CORRESPONDENCE TO SCALP RE KECP DISCOVERY MEET AND CONFER (1.1); REVIEW AND REVISE PROPOSALS OF WTC RE PROTECTIVE ORDER (0.6); CONFERENCES WITH J. BUTLER RE REVISIONS TO SCALP DISCOVERY LETTER (1.1); FINALIZE AND SERVE SCALP DISCOVERY LETTER (0.6).
SPRINGER DE	01/11/06	2.70	DRAFT CORRESPONDENCE TO KECP OBJECTORS RE DISCOVERY PLAN AND HEARING (1.6); TELECONFERENCES WITH N. CAMPANARIO AND N. MACDONALD RE KECP DISCOVERY (0.5); FINALIZE WTC PROTECTIVE ORDER (0.6).
SPRINGER DE	01/12/06	1.50	PREPARATION FOR AND CONDUCT MEET AND CONFER WITH KECP OBJECTORS (1.5).

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SPRINGER DE	01/14/06	2.70	TELECONFERENCE WITH J. PAPELIAN RE K. BUTLER DECLARATION (0.7); CONFERENCE WITH N. CAMPANARIO AND N. MACDONALD RE REVISIONS TO KECP SUPPORTING DECLARATIONS AND BRIEF (0.8); REVIEW AND REVISE KECP AIP PARTICIPANTS LIST (0.6); RESEARCH AND DRAFT LANGUAGE FOR CLAWBACK AND ESCROW PROVISIONS (0.6).
SPRINGER DE	01/15/06	0.90	REVIEW AND REVISE KECP AIP PARTICIPANTS LIST (0.3); REVIEW ARTICLE BY G. MORGENSEN RE DELPHI AND UAL KECP PLANS (0.6).
SPRINGER DE	01/16/06	7.70	REVIEW COMMENTS FROM J. PAPELIAN RE K. BUTLER DECLARATION (0.4); TELECONFERENCE WITH N. CAMPANARIO RE REVISED K. BUTLER DECLARATION (0.6); REVISE BUBNOVICH DECLARATION (1.1); REVIEW AND REVISE K. BUTLER DECLARATION (0.5); REVIEW AND REVISE M. WEBER DECLARATION (0.9); REVIEW AND REVISE J. OPIE DECLARATION (0.9); CONFERENCE WITH WORKING GROUP RE KECP MOTION (0.8); REVIEW AND REVISE OMNIBUS REPLY TO OBJECTIONS TO KECP MOTION (1.1); PREPARATION FOR KECP MEETING (0.7); DRAFT PROPOSED HOLDBACK AND ESCROW LANGUAGE (0.7).
SPRINGER DE	01/17/06	3.40	PREPARATION FOR KECP MEETING (0.6); REVIEW CORRESPONDENCE RE KECP DISCOVERY (0.5); CONFERENCE WITH KECP GROUP, K. BUTLER, M. WEBER, N. BUBNOVICH, B. SAX, AND J. BUTLER (1.6); REVISE KECP HOLDBACK AND ESCROW LANGUAGE (0.7).
SPRINGER DE	01/19/06	2.80	CONFERENCE WITH LITIGATION STAFF RE KECP MOTION DEVELOPMENTS (1.1); REVIEW REVISED TERM SHEET AND ASSOCIATED CORRESPONDENCE RE REVISED KECP (0.9); DRAFT APPALOOSA PROTECTIVE ORDER (0.5); DRAFT CORRESPONDENCE TO KECP OBJECTORS RE CHANGE OF HEARING (0.3).
SPRINGER DE	01/20/06	1.00	SENIOR STRATEGY TELECONFERENCE (1.0); REVISE PROTECTIVE ORDER RE DISCOVERY ON APPALOOSA MOTION FOR APPOINTMENT OF AN EQUITY COMMITTEE (0.8); REVIEW CASE AUTHORITY OF MOTION FOR APPOINTMENT OF EQUITY COMMITTEE (1.7); DRAFT DISCOVERY TO APPALOOSA (2.5); TELECONFERENCE WITH M. WEBER RE OPIE DECLARATION (0.5); DRAFT REVISIONS TO OPIE DECLARATION (0.5); CONFERENCE WITH D. SHIVAKUMAR RE LOSS CONTRACTS (0.5); ANALYZE LOSS CONTRACT AUTHORITIES (0.5).

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SPRINGER DE	01/21/06	1.60	REVIEW LETTER FROM LEAD PLAINTIFF RE KECP DISCOVERY ISSUES (0.3); DRAFT REPLY TO SCALP LETTER (1.3).
SPRINGER DE	01/23/06	0.90	REVIEW AND REVISE LETTER TO COFFEY DISCOVERY MATTER (0.3); REVIEW TRANSCRIPT RE MOTION TO COMPEL ORDER (0.6).
SPRINGER DE	01/24/06	1.40	DRAFT LETTER TO COFFEY RE RESPONSE TO JANUARY 20 LETTER (0.6); REVISE ORDER ON LEAD PLAINTIFF'S MOTION TO COMPEL (0.3); REVISION OF LETTER TO COFFEY (0.2); REVISION OF ORDER (0.3).
SPRINGER DE	01/25/06	1.60	FINALIZE LETTER TO LEAD PLAINTIFFS RE RESPONSE TO COFFEY'S LETTER OF JAN. 20 (0.5); FINALIZE REVISED ORDER RE LEAD PLAINTIFF'S MOTION TO COMPEL (0.5); TELECONFERENCE WITH N. CAMPANARIO AND B. FERN RE KECP DISCOVERY AND MOTION (0.6).
SPRINGER DE	01/26/06	6.20	TELECONFERENCE WITH D. ALEXANDER RE KECP PROGRAM (0.5); TELECONFERENCE WITH M. BROUDE RE KECP PROGRAM (0.4); DRAFT AND SEND REPORT RE DISCUSSIONS WITH BROUDE RE KECP PROGRAM (0.6); CONFERENCE WITH N. MACDONALD RE PROGRESS ON KECP/LABOR TRANSFORMATION ANALYSIS (0.5); REVIEW AUTHORITIES RE LABOR TRANSFORMATION AND KECP ISSUES (0.7); REVISE KECP DISCOVERY PROGRAM AND DRAFT MESSAGES TO OBJECTORS RE SAME (1.1); CONFERENCE WITH WORKING GROUP RE KECP DISCOVERY PLAN AND DEVELOPMENTS (0.6); ANALYZE LEGAL AUTHORITY RE LABOR TRANSFORMATION/KECP ISSUES (0.5); REVIEW AND REVISE SUPPORTING DECLARATIONS ON KECP (1.3).
SPRINGER DE	01/27/06	5.50	TELECONFERENCE WITH M. WEBER RE KECP MOTION AND RELATED MATTERS (0.4); TELECONFERENCE WITH J. OPIE RE KECP MOTION, DECLARATION, AND RELATED MATTERS (0.6); TELECONFERENCE WITH K. BUTLER AND B. SAX RE MESSAGE TO OBJECTORS AND OTHER KECP-RELATED ISSUES (0.7); TELECONFERENCES WITH S. CORCORAN RE KECP DEPOSITIONS (0.5); DRAFT ANALYSIS OF NEED FOR DECLARATIONS AND DEPOSITIONS RE KECP MOTION (1.2); CONFERENCE WITH WORKING GROUP RE KECP MOTION (0.8); LEGAL RESEARCH RE KECP/LABOR TRANSFORMATION ISSUES (1.3).
SPRINGER DE	01/28/06	2.10	EDIT, RESEARCH, AND REVISE KECP/LABOR TRANSFORMATION MEMO (2.1).
SPRINGER DE	01/29/06	1.10	FINALIZE AND DISTRIBUTE KECP/LABOR TRANSFORMATION MEMO (1.1).

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SPRINGER DE	01/30/06	6.20	REVIEW AND REVISE DECLARATIONS OF M. WEBER, K. BUTLER, AND N. BUBNOVICH (4.7); TELECONFERENCES WITH DECLARANTS (1.1); REVIEW AND REVISE MEMORANDUM RE KECP/LABOR TRANSFORMATION (0.4).
SPRINGER DE	01/31/06	3.80	DECLARATIONS OF M. WEBER (1.1); REVIEW DECLARATION OF K. BUTLER (0.8); REVISE DECLARATION OF J. OPIE (0.6); REVISE DECLARATION OF N. BUBNOVICH (1.3).
		72.60	
Total Partner		97.60	
MATZ TJ	01/06/06	1.10	REVIEWING MATERIALS RE ADVISORS COMPENSATION (0.4); FOLLOW UP WORK RE SAME (0.7).
MATZ TJ	01/10/06	1.00	CONTINUING WORK ON KECP DISCOVERY STIPULATION AND COURT APPROVAL PROCESS (0.8); CORRESPONDENCE RE SAME (0.2).
MATZ TJ	01/11/06	2.70	WORK ON MOTION TO QUASH SUBPOENAS AND MATZ AFFIDAVIT IN SUPPORT THEREOF (1.2); FINALIZING AND SWEARING MATZ AFFIDAVIT (0.3); FOLLOW UP RE SAME (0.2); TELECONFERENCE WITH CHAMBERS RE MOTION TO QUASH (0.2); WORK ON STIPULATION AND ORDER RE KECP DISCOVER (0.6); CORRESPONDENCE RE SAME (0.2).
MATZ TJ	01/12/06	1.30	REVIEWING AND COMMENTING ON SCRIPT/PROFFER RE KECP FOR JAN. 13 HEARING (0.5); GENERAL PREPARATION RE SAME (0.8).
MATZ TJ	01/18/06	0.50	REVIEW FINAL KECP DISCOVERY STIPULATION AND PROTECTIVE ORDER (0.3); TELECONFERENCE WITH CHAMBERS RE SUBMISSION OF SAME (0.2).
MATZ TJ	01/20/06	0.50	WORKING ON STIPULATIONS/PROTECTIVE ORDERS RE KECP (0.3); TELECONFERENCE WITH CHAMBERS RE SAME (0.2).
MATZ TJ	01/23/06	0.40	TELECONFERENCE WITH CHAMBERS RE PROTECTIVE ORDERS (0.2); FOLLOW UP CORRESPONDENCE RE SAME (0.2).
MATZ TJ	01/24/06	1.70	WORKING ON KECP ANNUAL INCENTIVE PLAN MOTION AND BUTLER DECLARATION (1.4); FOLLOW UP WORK RE DISCOVERY PROTECTIVE ORDERS (0.3).
MATZ TJ	01/25/06	0.70	WORK ON KECP DISCOVERY (0.3); REVIEW AND COMMENT ON DRAFT OF K. BUTLER DECLARATION (0.4).

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MATZ TJ	01/26/06	0.50	REVIEW FOR FILING KECP DISCOVERY ORDER (0.2); FOLLOW UP RE SAME AND REVISED KECP SCHEDULE (0.3).
MATZ TJ	01/27/06	0.40	CORRESPONDENCE RE KECP DISCOVERY ORDER (0.2); FOLLOW UP WORK RE SAME (0.2).
MATZ TJ	01/30/06	0.50	TELECONFERENCE FROM CHAMBERS RE REVISIONS TO THE KECP STIPULATIONS AND PROTECTIVE ORDERS (0.2); FOLLOW UP WORK RE SAME (0.3).
		11.30	
Total Counsel		11.30	
CAMPANARIO ND	01/02/06	0.30	TELECONFERENCE WITH WORKING GROUP RE KEY EMPLOYEE COMPENSATION PROGRAM (0.3).
CAMPANARIO ND	01/03/06	1.60	REVISE DECLARATION IN SUPPORT OF KEY EMPLOYEE COMPENSATION PROGRAM (1.2); TELECONFERENCES WITH D. ALEXANDER AND D. PETTYES RE DISCOVERY (0.2); TELECONFERENCE WITH R. TRUST, COUNSEL FOR JPMORGAN, RE OBJECTIONS TO KEY EMPLOYEE COMPENSATION PROGRAM (0.2).
CAMPANARIO ND	01/04/06	3.60	DRAFT PROPOSED ORDER DENYING LEAD PLAINTIFFS' MOTION TO COMPEL (0.2); TELECONFERENCE WITH D. SPRINGER AND PENSION BENEFIT GUARANTY CORPORATION RE PROTECTIVE ORDER (0.2); MEET AND CONFER WITH E. FOX, COUNSEL FOR WILMINGTON TRUST COMPANY, RE PROTECTIVE ORDER (0.7); REVIEW AND EDIT SCRIPT AND PROFFER FOR JAN. 5, 2006, OMNIBUS HEARING (2.5).
CAMPANARIO ND	01/05/06	1.40	REVIEW DOCUMENTS RELATED TO KEY EMPLOYEE COMPENSATION PROGRAM (1.0); TELECONFERENCE WITH WORKING GROUP RE OMNIBUS HEARING (0.4).
CAMPANARIO ND	01/06/06	6.50	REVIEW DOCUMENTS RE KEY EMPLOYEE COMPENSATION PROGRAM (2.6); TELECONFERENCE WITH D. ALEXANDER RE DISCOVERY (0.3); TELECONFERENCES WITH D. SPRINGER RE SAME (0.4); ANALYZE PROTECTIVE ORDER PROPOSED BY PENSION BENEFIT GUARANTY CORPORATION (0.7); TELECONFERENCE WITH R. TRUST, COUNSEL FOR JPMORGAN, RE OBJECTIONS TO KEY EMPLOYEE COMPENSATION PROGRAM (0.2); REVIEW TRANSCRIPT OF JANUARY 5, 2006, OMNIBUS HEARING (2.3).

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CAMPANARIO ND	01/09/06	7.20	ANALYZE PROTECTIVE ORDER PROPOSED BY WILMINGTON TRUST COMPANY (0.5); REVIEW PUBLIC FILINGS RE INTERNAL INVESTIGATION (1.5); TELECONFERENCE WITH D. SPRINGER AND B. SAX RE DISCOVERY (0.3); LEGAL RESEARCH RE MOTION TO QUASH LEAD PLAINTIFFS' SUBPOENAS (3.1); DRAFT SAME (1.8).
CAMPANARIO ND	01/10/06	5.30	REVISE MOTION FOR ENTRY OF PROTECTIVE ORDERS (1.0); ANALYZE OHIO STATE COURT SUBPOENA (0.7); TELECONFERENCE WITH E. FOX OF WILMINGTON TRUST COMPANY RE PROPOSED PROTECTIVE ORDER (0.3); REVIEW SAME (0.5); COMPLETE DRAFT OF MOTION TO QUASH LEAD PLAINTIFFS' SUBPOENAS (2.8).
CAMPANARIO ND	01/11/06	5.90	REVIEW CORRESPONDENCE RELATED TO MEET AND CONFER WITH LEAD PLAINTIFFS (0.5); MEET AND CONFER WITH LEAD PLAINTIFFS RE DISCOVERY AND CONFERENCE WITH N. MACDONALD AND B. FERN (0.9); REVIEW DOCUMENTS FOR PRODUCTION TO P. MEYER (1.5); REVISE MOTION TO QUASH LEAD PLAINTIFFS' SUBPOENAS (3.0).
CAMPANARIO ND	01/12/06	5.90	TELECONFERENCE WITH R. LANDY OF THE PENSION BENEFIT GUARANTY CORPORATION RE DISCOVERY SCHEDULE (0.1); TELECONFERENCE WITH E. FOX OF WILMINGTON TRUST COMPANY RE PROTECTIVE ORDER (0.1); REVISE SCRIPT FOR LEAD PLAINTIFFS' MOTION TO COMPEL AND DRAFT SCRIPT FOR DEBTORS' MOTION TO QUASH (3.8); PREPARE FOR MEET AND CONFER WITH KECP OBJECTORS (0.1); MEET AND CONFER WITH KECP OBJECTORS AND CONFERENCE WITH N. MACDONALD RE SAME (1.2); DRAFT PROPOSED ORDER RE MOTION TO QUASH (0.2); REVIEW SUPPLEMENTAL DECLARATIONS RE LEAD PLAINTIFFS' MOTION TO COMPEL (0.4).
CAMPANARIO ND	01/13/06	1.20	TELECONFERENCE WITH D. ALEXANDER RE DISCOVERY RELATED TO KEY EMPLOYEE COMPENSATION PROGRAM (0.3); REVIEW CORRESPONDENCE FROM LEAD PLAINTIFFS RE SAME (0.9).
CAMPANARIO ND	01/15/06	3.10	DRAFT DECLARATION IN SUPPORT OF KEY EMPLOYEE COMPENSATION PROGRAM (3.1).
CAMPANARIO ND	01/16/06	2.50	REVISE DECLARATION IN SUPPORT OF KEY EMPLOYEE COMPENSATION PROGRAM (0.5); REVIEW WILMINGTON TRUST COMPANY'S SUPPLEMENTAL DISCOVERY REQUESTS AND DRAFT RESPONSE (0.7); CONFERENCE WITH WORKING GROUP RE KEY EMPLOYEE COMPENSATION PROGRAM (0.6); REVIEW DOCUMENTS RE SAME TO PREPARE FOR DEPOSITIONS (0.7).

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CAMPANARIO ND	01/17/06	3.50	TELECONFERENCE WITH L. MATHEWS, COUNSEL FOR UNSECURED CREDITORS' COMMITTEE, RE DISCOVERY RELATED TO KEY EMPLOYEE COMPENSATION PROGRAM (0.1); REVISE DECLARATION IN SUPPORT OF KEY EMPLOYEE COMPENSATION PROGRAM (1.0); REVIEW TRANSCRIPT OF JAN. 13, 2006, HEARING (2.4).
CAMPANARIO ND	01/18/06	10.90	REVIEW DOCUMENTS RELATED TO KEY EMPLOYEE COMPENSATION PROGRAM TO PREPARE FOR DEPOSITIONS (10.7); TELECONFERENCE WITH D. PETTYES RE EMPLOYEE HEADCOUNT (0.2).
CAMPANARIO ND	01/19/06	4.80	REVIEW DOCUMENTS RELATED TO KEY EMPLOYEE COMPENSATION PROGRAM TO PREPARE FOR DEPOSITIONS (3.8); TELECONFERENCES WITH L. PETERSON, COUNSEL FOR STEELWORKERS UNION, RE DISCOVERY (0.3); CONFERENCE WITH WORKING GROUP RE KEY EMPLOYEE COMPENSATION PROGRAM (0.7).
CAMPANARIO ND	01/20/06	0.40	TELECONFERENCE WITH R. LANDY OF PENSION BENEFIT GUARANTY CORPORATION RE DEPOSITIONS (0.1); TELECONFERENCE WITH D. ALEXANDER RE DISCOVERY RELATED TO KEY EMPLOYEE COMPENSATION PROGRAM (0.3).
CAMPANARIO ND	01/24/06	4.70	TELECONFERENCE WITH WORKING GROUP RE DEPOSITIONS (0.5); REVISE LETTER TO LEAD PLAINTIFFS RE DISCOVERY AND PROPOSED ORDER RE LEAD PLAINTIFFS' MOTION TO COMPEL DISCOVERY (1.8); PREPARE STATEMENT RE PROTECTIVE ORDERS RELATED TO KEY EMPLOYEE COMPENSATION PROGRAM (0.5); REVISE DECLARATION IN SUPPORT OF KEY EMPLOYEE COMPENSATION PROGRAM (1.9).
CAMPANARIO ND	01/25/06	0.60	TELECONFERENCE WITH WORKING GROUP RE KEY EMPLOYEE COMPENSATION PROGRAM (0.3); TELECONFERENCE WITH D. ALEXANDER RE DISCOVERY RELATED TO SAME (0.2); TELECONFERENCE WITH L. PETERSON, COUNSEL FOR USW, RE SAME (0.1).
CAMPANARIO ND	01/26/06	5.60	REVISE DECLARATION IN SUPPORT OF KEY EMPLOYEE COMPENSATION PROGRAM IN LIGHT OF RECENT EVENTS (4.0); PREPARE EXHIBITS TO DECLARATION (1.2); TELECONFERENCE WITH D. ALEXANDER RE DISCOVERY (0.4).

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CAMPANARIO ND	01/27/06	4.10	REVIEW DOCUMENTS RELATED TO KEY EMPLOYEE COMPENSATION PROGRAM FOR PRODUCTION TO THE CREDITORS' COMMITTEE AND OBJECTORS (1.5); FORMULATE STRATEGY RE KEY EMPLOYEE COMPENSATION PROGRAM (2.4); TELECONFERENCE WITH R. LANDY OF PENSION BENEFIT GUARANTY CORPORATION RE DISCOVERY (0.2).
CAMPANARIO ND	01/30/06	6.40	REVIEW DOCUMENTS IN PREPARATION FOR M. WEBER'S DEPOSITION (1.9); REVISE PROTECTIVE ORDERS PER COURT'S INSTRUCTIONS (1.0); FORMULATE STRATEGY RE KEY EMPLOYEE COMPENSATION PROGRAM (0.5); REVISE DECLARATION IN SUPPORT OF KEY EMPLOYEE COMPENSATION PROGRAM IN LIGHT OF RECENT DEVELOPMENTS (3.0).
CAMPANARIO ND	01/31/06	6.50	PREPARE FOR DEPOSITIONS RE KEY EMPLOYEE COMPENSATION PROGRAM (6.3); TELECONFERENCE OF L. PETERSON, COUNSEL FOR USW, RE DISCOVERY (0.2).
		92.00	
DE ELIZALDE D	01/05/06	1.80	PREPARATION FOR OMNIBUS HEARING (1.8).
DE ELIZALDE D	01/09/06	1.20	OVERSEEING SERVICE OF KECP STIPULATION (1.2).
DE ELIZALDE D	01/11/06	0.80	REVIEWED AND REVISED MOTION TO QUASH SUBPOENAS RE KECP (0.8).
DE ELIZALDE D	01/20/06	0.50	REVIEWED KECP STIPULATIONS AND SENT THESE TO CHAMBERS, FOR THE COURT'S SIGNATURE (0.5).
		4.30	
FERN BM	01/02/06	0.60	FORMULATE STRATEGY RE KECP DISCOVERY PROCESS (0.4); REVIEWED CORRESPONDENCE TO OBJECTORS RE KECP (0.2).
FERN BM	01/03/06	7.30	DRAFTED PROFFERED TESTIMONY AND Q&A RE MOTION TO COMPEL KECP DISCOVERY (2.8); FORMULATE STRATEGY RE KECP AT 1/27 HEARING (0.6); DRAFTED REVISED BUBNOVICH DECLARATION TO REFLECT CHANGES TO KECP (1.1); REVISED SCRIPT TO KECP MOTION (0.3); REVISED SCRIPT TO MOTION TO COMPEL KECP DISCOVERY (2.1); ADDITIONAL REVISIONS TO SCRIPT FOR KECP MOTION (0.4).

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FERN BM	01/04/06	4.70	REVISED SCRIPT RE MOTION TO COMPEL KECP DISCOVERY (0.7); REVIEWED DOCUMENTS RE SALARIED EMPLOYEES COMPENSATION (0.9); REVIEWED AND COMMENTED ON DRAFT OF OPIE DECLARATION (1.5); FORMULATE STRATEGY RE KECP DECLARATIONS (1.2); ANALYSIS OF EMPLOYEES COVERED UNDER KECP (0.4).
FERN BM	01/05/06	7.70	REVIEWED WEBER DECLARATION (1.2); TELECONFERENCE WITH N. BUBNOVICH RE ANNUAL INCENTIVE PLAN (0.2); ANALYSIS OF ISSUES RE ANNUAL INCENTIVE PLAN (1.3); REVISED BUBNOVICH DECLARATION (3.2); FORMULATE STRATEGY RE KECP DISCOVERY (1.4); SUMMARY OF ISSUES RE SCOPE OF THE KECP (0.4).
FERN BM	01/06/06	7.60	REVIEWED AND REVISED BUBNOVICH DECLARATION (1.6); REVIEWED AND COMMENTED ON WEBER DECLARATION (1.2); REVIEWED AND COMMENTED ON OPIE DECLARATION (1.7); REVIEWED 1/5 TRANSCRIPT RE KECP DISCOVERY (0.4); FORMULATE STRATEGY AND ANALYSIS OF KECP NEGOTIATIONS AND PLEADINGS (1.9); ADDITIONAL REVISIONS TO BUBNOVICH DECLARATION (0.8).
FERN BM	01/08/06	1.30	ANALYSIS OF ISSUES RE KECP DISCOVERY PROGRAM (1.3).
FERN BM	01/09/06	6.30	REVISED BUBNOVICH DECLARATION (2.6); REVIEWED TRANSCRIPT RE LEAD PLAINTIFFS' MOTION TO COMPEL KECP DISCOVERY (0.3); ANALYSIS OF KECP OBJECTIONS RE ANNUAL INCENTIVE PLAN (0.3); REVIEWED KECP-RELATED DOCUMENTS IN PREPARATION FOR 1/27 HEARING (3.1).
FERN BM	01/10/06	6.10	REVIEWED AND COMMENTED ON PROPOSED CHANGES TO KECP DISCOVERY SCHEDULE (0.3); ATTENTION TO ISSUES RE 1/13 HEARING ON KECP DISCOVERY (0.7); REVIEWED DOCUMENTS RE INTERNAL ACCOUNTING INVESTIGATION (4.1); REVIEWED AND ANALYZED CORRESPONDENCE FROM J. COFFEY RE KECP DISCOVERY (0.4); ADDITIONAL ATTENTION TO ISSUES IN PREPARATION FOR THE 1/13 KECP DISCOVERY HEARING (0.6).

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FERN BM	01/11/06	8.10	REVIEWED AND ANALYZED LEAD PLAINTIFFS' KECP DISCOVERY RESPONSES (0.6); REVIEWED CORRESPONDENCE TO LEAD PLAINTIFF RE MEET AND CONFER (0.3); ATTENTION TO DOCUMENTS IN PREPARATION FOR MEET AND CONFER WITH LEAD PLAINTIFF (0.7); ATTENDED MEET AND CONFER RE KECP DISCOVERY (0.6); FORMULATE STRATEGY RE 1/13 HEARING (0.8); DRAFTED SCRIPT FOR KECP DISCOVERY HEARING (3.7); COMPLETED DRAFT OF KECP SCRIPT FOR 1/13 HEARING (1.4).
FERN BM	01/13/06	7.60	REVIEWED MOTION TO QUASH LEAD PLAINTIFFS' KECP SUBPOENAS (0.3); REVIEWED COFFEY'S SUPPLEMENTAL DECLARATION (0.4); REVIEWED DEBTORS' REPORT ON MEET AND CONFER (0.2); FORMULATE STRATEGY RE 1/27 HEARING (1.7); REVIEWED AND ORGANIZED DOCUMENTS RE LEAD PLAINTIFFS' POSITION ON KECP (0.8); REVIEWED DELPHI'S PUBLIC FILINGS RE INTERNAL INVESTIGATION (0.7); REVIEWED KECP DOCUMENTS IN PREPARATION FOR 1/27 HEARING (3.5).
FERN BM	01/16/06	6.60	REVIEWED DATA RE BENCHMARKING EXECUTIVE COMPENSATION (0.7); REVISED BUBNOVICH DECLARATION (2.7); TELECONFERENCE WITH N. BUBNOVICH RE STATUS OF KECP NEGOTIATIONS AND ATTENTION TO FILE RE SAME (0.4); FORMULATE STRATEGY RE KECP HEARING (0.9); REVIEWED AND COMMENTED ON OPIE DECLARATION (1.2); BEGAN REVIEW OF DRAFT RESPONSE TO KECP OBJECTIONS (0.7).
FERN BM	01/17/06	8.80	CONTINUED REVIEWING DRAFT OF KECP REPLY (0.8); REVIEWED AND ANALYZED TRANSCRIPT OF BRUST DEPOSITION (2.1); REVIEWED 1/13 TRANSCRIPT ON THE KECP DISCOVERY MOTION AND DOCUMENTED FILE (1.1); REVIEWED AND CATALOGUED DOCUMENTS IN PREPARATION FOR BUBNOVICH DEPOSITION (1.4); DRAFTED PRESENTATION SLIDES RE KECP (1.3); ATTENTION TO ISSUES IN PREPARATION FOR KECP DEPOSITIONS (0.8); FORMULATE STRATEGY RE 1/27 KECP HEARING (0.7); COMPLETED DRAFT OF KECP SLIDES (0.6).
FERN BM	01/18/06	6.40	REVISED KECP PRESENTATION SLIDES (0.7); REVIEWED DRAFT OF RULE 11 LETTER TO LEAD PLAINTIFFS (0.3); REVISED BUBNOVICH DECLARATION (1.2); REVIEWED DOCUMENTS FOR RELEVANCE IN PREPARATION FOR KECP DEPOSITION (3.7); ANALYSIS OF TARGET EBITDAR ISSUES (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	01/19/06	9.30	ADDITIONAL REVIEW OF KECP DOCUMENTS IN PREPARATION FOR KECP DEPOSITIONS (4.7); FORMULATE STRATEGY RE KECP HEARING (1.1); REVIEWED 1/13 TRANSCRIPT RE EVIDENCE (0.5); DRAFTED INDEX OF RELEVANT KECP DOCUMENTS (1.8); REVISED BUBNOVICH DECLARATION (0.6); ADDITIONAL REVIEW OF 1/13 TRANSCRIPT RE KECP DISCOVERY (0.6).
FERN BM	01/20/06	7.40	COMPLETED TABLE OF RELEVANT KECP DOCUMENTS (3.6); DRAFTED SUMMARY INDEX OF BUBNOVICH EMAILS (3.8).
FERN BM	01/22/06	2.20	ATTENTION TO ISSUES RE OUTSTANDING KECP DISCOVERY (0.7); REVIEWED PROPOSED DISCOVERY SCHEDULE (0.3); REVIEWED RESEARCH RE EXECUTIVE COMPENSATION (1.2).
FERN BM	01/23/06	10.60	REVIEWED LEAD PLAINTIFFS' NOTICE OF APPEAL AND STATEMENT OF APPEAL (0.4); FORMULATE STRATEGY RE KECP DECLARATIONS (1.3); REVIEWED DOCUMENTS RE DEVELOPMENT OF KECP (3.1); REVISED BUBNOVICH DECLARATION (2.8); ADDITIONAL REVISIONS TO BUBNOVICH DECLARATION (0.7); REVIEWED AND COMMENTED ON OMNIBUS RESPONSE TO KECP OBJECTION (0.6); REVIEWED KECP DOCUMENTS FOR RELEVANCE (1.7).
FERN BM	01/24/06	8.70	REVIEWED STIPULATION AND PROTECTIVE ORDER BETWEEN PBGC AND DEBTORS (0.2); TELECONFERENCE WITH A. LAURIE RE PROTECTIVE ORDER (0.2); REVISED OMNIBUS RESPONSE TO KECP OBJECTION (4.4); REVIEWED AND REVISED SUMMARY STATEMENT RE KECP PROTECTIVE ORDER (0.8); ADDITIONAL COMMENTS TO OMNIBUS KECP REPLY (2.5); CORRESPONDENCE WITH A. LAURIE RE KECP PROTECTIVE ORDER (0.2); REVIEWED AND COMMENTED ON K. BUTLER DECLARATION (0.4).
FERN BM	01/25/06	7.30	REVIEWED CORRESPONDENCE TO J. COFFEY RE KECP DISCOVERY (0.3); RESEARCH RE PERFORMANCE BONUS (1.9); ATTENTION TO ISSUES RE KECP REPLY (0.8); CORRESPONDENCE FROM L. PETERSON RE KECP DISCOVERY (0.2); FORMULATE STRATEGY RE KECP HEARING (1.5); REVISED PRESENTATION SLIDES RE KECP (0.7); REVIEWED PROPOSED ORDER RE KECP DISCOVERY (0.3); REVIEWED DOCUMENTS RE COMPETITIVE BENCHMARKS (0.6); ANALYSIS OF ISSUES RE SAME (0.5); REVIEWED AND COMMENTED ON SUMMARY MEMO RE EQUALITY OF SACRIFICE (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	01/26/06	8.40	REVIEWED AND ORGANIZED DOCUMENTS RELIED ON IN BUBNOVICH DECLARATION (3.5); DRAFTED SUMMARY OF DOCUMENTS RELEVANT FOR DECLARATIONS (0.8); FORMULATE STRATEGY RE KECP HEARING (1.6); TELECONFERENCE WITH D. ALEXANDER RE ANNUAL INCENTIVE PLAN (0.2); ANALYSIS OF ISSUES RE PREPETITION PERFORMANCE AND AIP (0.9); ADDITIONAL TELECONFERENCE WITH D. ALEXANDER RE KECP STRATEGY (0.6); REVIEWED OMNIBUS RESPONSE TO KECP OBJECTION FOR OVERALL STRATEGY (0.8).
FERN BM	01/27/06	7.40	REVIEWED WEBER DECLARATION (0.5); REVIEWED DOCUMENTS IN PREPARATION FOR BUBNOVICH DEPOSITION (2.1); FORMULATE STRATEGY RE KECP HEARING (1.4); ATTENTION TO DOCUMENTS IN PREPARATION FOR KECP DEPOSITIONS (3.1); OUTLINED ISSUES RE DISCOVERY SCHEDULE (0.3).
FERN BM	01/31/06	0.90	REVIEW DOCUMENTS AND CORRESPONDENCE RE STATUS OF KECP HEARING (0.3); REVIEW DOCUMENTS IN PREPARATION FOR KECP DEPOSITIONS (0.6).
		141.30	
GUZZARDO J	01/03/06	0.40	REVIEW OF LEGAL RESEARCH AND MATERIALS RE PROPOSED MOTION TO COMPEL (0.4).
GUZZARDO J	01/04/06	0.50	REVIEW OF OBJECTION TO MOTION TO COMPEL (0.5).
GUZZARDO J	01/05/06	1.50	LEGAL RESEARCH RE KECP DISCOVERY OPTIONS. (1.5).
GUZZARDO J	01/06/06	1.50	LEGAL RESEARCH RE KECP MOTION. (1.5).
GUZZARDO J	01/10/06	5.20	RESEARCHED PROCEDURE FOR ENTERING STIPULATED AGREED ORDERS ON AN EXPEDITED BASIS (3.9); RESEARCHED PROCEDURE FOR ENTERING MOTION TO QUASH SUBPOENA ON AN EXPEDITED BASIS (1.3).
GUZZARDO J	01/11/06	9.40	PREPARATION FOR MEET AND CONFER TELECONFERENCE WITH LEAD PLAINTIFFS AND FOLLOW UP (2.0); KECP DOCUMENT REVIEW (7.4).
GUZZARDO J	01/12/06	7.80	LEAD PLAINTIFF DOCUMENT REVIEW AND REVIEW OF MOTION TO QUASH (3.2); PREPARATION FOR, ATTENDANCE OF, AND FOLLOW UP FOR KECP DISCOVERY MEET AND CONFER (1.2); RESEARCH AND DRAFTING OF PROPOSED RULE 11 LETTER (3.4).
GUZZARDO J	01/13/06	3.60	RESEARCH AND DRAFTING OF PROPOSED RULE 11 LETTER (3.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

GUZZARDO J	01/14/06	2.60	CONFER AND STRATEGIZE RE ORDINARY COURSE OF BUSINESS STANDARD OF REVIEW. (0.5); RESEARCH AND DRAFTING OF PROPOSED RULE 11 LETTER (2.1).
GUZZARDO J	01/15/06	1.50	LEGAL RESEARCH RE STANDARD OF REVIEW FOR ORDINARY COURSE OF BUSINESS TRANSACTION (1.5).
GUZZARDO J	01/16/06	6.40	LEGAL RESEARCH OF ORDINARY COURSE OF BUSINESS STANDARD IN RELATION TO KECP LITIGATION (4.7); ADMINISTRATION OF KECP DISCOVERY DOCUMENTS (0.7); RESEARCH AND REVIEW OF DECLARATIONS FOR KECP MOTION (1.0).
GUZZARDO J	01/17/06	3.00	RESEARCH AND REVIEW OF KECP DOCUMENTS AND MATERIALS AND DISCOVERY DOCUMENT ADMINISTRATION (3.0).
GUZZARDO J	01/18/06	6.10	LEGAL RESEARCH RE KECP OBJECTIONS AND CONTRACT REJECTION RESEARCH (6.1).
GUZZARDO J	01/19/06	3.20	KECP HEARING DOCUMENT AND DECLARATION REVIEW (3.2).
GUZZARDO J	01/20/06	1.30	KECP DISCOVERY DOCUMENT REVIEW AND ADMINISTRATION IN PREPARATION FOR DEPOSITIONS AND DECLARATIONS (1.3).
GUZZARDO J	01/23/06	0.50	KECP DISCOVERY DOCUMENT REVIEW AND ADMINISTRATION (0.5).
GUZZARDO J	01/24/06	1.00	KECP DECLARATIONS AND DISCOVERY/DOCUMENT REVIEW (1.0).
GUZZARDO J	01/25/06	0.20	KECP DISCOVERY ADMINISTRATION (0.2).
GUZZARDO J	01/27/06	5.60	DOCUMENT REVIEW AND DISCOVERY ADMINISTRATION FOR KECP LITIGATION AND EQUITY COMMITTEE MOTION (5.6).
GUZZARDO J	01/31/06	2.20	CONTINUED KECP DOCUMENT REVIEW AND DISCOVERY ADMINISTRATION IN PREPARATION FOR DEPOSITIONS (2.2).
		63.50	
HERRIOTT AV	01/04/06	1.10	REVIEW FIRST DAY AUTHORITY RE INDEMNIFICATION AND RESPONSE TO RELATED QUESTION BY J. PAPELIAN (0.6); ADDRESS QUESTION OF P. CHANDA RE INDEMNIFICATION CAP (0.5).
HERRIOTT AV	01/06/06	0.50	CONFER WITH P. CHANDA RE INDEMNIFICATION (0.2); REVIEW KECP ISSUES (0.3).
HERRIOTT AV	01/10/06	1.60	REVIEW AND COMMENT ON PROTECTIVE ORDER FOR KECP PURPOSES (1.6).
HERRIOTT AV	01/11/06	0.40	RESPOND TO EMPLOYEE-RELATED QUESTIONS FROM THIRD PARTIES (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HERRIOTT AV	01/12/06	2.40	CONDUCT HEARING PREPARATION FOR HEARING RE DISCOVERY OF MATERIALS RELATED TO KECP (2.1); ADDRESS 401(K) PLAN QUESTION (0.3).
HERRIOTT AV	01/13/06	0.40	RESPOND TO QUESTION RE INDEMNIFICATION (0.1); FOLLOW UP ON MATTERS RELATED TO KECP (0.3).
HERRIOTT AV	01/19/06	1.20	CONTINUE REVIEW OF GM VOUCHER ISSUE (1.2).
HERRIOTT AV	01/23/06	0.40	REVIEW TRANSCRIPT OF KECP DISCOVERY HEARING (0.4).
HERRIOTT AV	01/24/06	0.60	CONFERENCE WITH B. TELGEN AND K. SCHAEFER RE EMPLOYEE RELOCATION ISSUE (0.3); RESEARCH RE SAME (0.3).
HERRIOTT AV	01/25/06	1.10	CONFERENCE WITH D. PARSHAL RE EMPLOYEE RELOCATION ISSUE (0.2); FOLLOW UP RESEARCH RE SAME (0.6); CONFERENCE WITH C. BRANSON RE MOBILEARIA EMPLOYEE PAYMENTS (0.3).
HERRIOTT AV	01/26/06	1.40	REVIEW AND RESEARCH EMPLOYEE ISSUE RE MOBILEARIA (1.2); RESPOND TO QUESTIONS RE UK PENSION PLANS (0.2).
HERRIOTT AV	01/27/06	0.10	FOLLOW UP RE MOBILEARIA EMPLOYEE QUESTION (0.1).
		11.20	
MACDONALD N	01/02/06	6.30	CONTINUE DRAFT OF OPIE DECLARATION (4.7); TELECONFERENCES WITH CO-COUNSEL RELATED TO CASE STATUS AND MATTERS RELATED TO DEBTORS' DECLARATIONS IN SUPPORT OF KECP (0.6); REVIEW DOCUMENTS AND PLEADINGS RELATED TO SAME (1.0).
MACDONALD N	01/03/06	10.40	CONTINUE REVISIONS OF OF OPIE DECLARATION CONCERNING PREPETITION EVENTS AND DEBTOR'S PREPETITION COMPENSATION PROGRAM (3.9); REVIEW DOCUMENTS RELATED TO SAME (1.4); REVIEW DEBTORS' KECP MOTION AND RELATED COURT FILINGS AND EXHIBITS IN CONNECTION WITH REVISION OF OPIE DECLARATION (3.4); LEGAL RESEARCH AND DOCUMENT REVIEW RELATED TO SAME (1.7).
MACDONALD N	01/05/06	4.00	REVIEW DRAFTS OF PROPOSED DECLARATIONS IN SUPPORT OF KECP (1.2); TELECONFERENCE WITH CLIENT RE ASPECTS OF PRE AND POST PETITION EXECUTIVE COMPENSATION PLANS (2.1); TELECONFERENCE WITH CO-COUNSEL TO DISCUSS MATTERS RELATED TO CASE STATUS AND PENDING FILINGS (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MACDONALD N	01/06/06	10.60	CONTINUE REVIEW OF NEWLY-PRODUCED DOCUMENTS, TRANSCRIPTS AND RESPONSES TO REQUESTS FOR DISCOVERY (4.3); CONTINUE REVISION OF OPIE DECLARATION DRAFT IN SUPPORT OF KECP (6.3).
MACDONALD N	01/07/06	2.50	CONTINUE REVIEW OF NEWLY-PRODUCED DOCUMENTS, TRANSCRIPTS AND RESPONSES TO REQUESTS FOR DISCOVERY (1.4); CONTINUE REVISION OF OPIE DECLARATION DRAFT CONCERNING EQUITABLE REMEDIES IN SUPPORT OF KECP (1.1).
MACDONALD N	01/09/06	5.10	REVIEW OBJECTIONS PERTAINING TO AIP AND DRAFT SUMMARY OF SPECIFIC OBJECTIONS AND ISSUES FOR CONSIDERATION BY COMPENSATION CONSULTANTS (3.9); CONTINUE REVIEW OF OBJECTORS' NEWLY-PRODUCED DISCOVERY DOCUMENTS IN PREPARATION FOR KECP HEARING (1.2).
MACDONALD N	01/11/06	7.50	REVIEW DOCUMENTS PRODUCED BY OBJECTORS TO KECP (6.6); PARTICIPATE IN MEET AND CONFER WITH OBJECTORS' COUNSEL RE MATTERS RELATED TO PENDING KECP HEARING AND PARTICIPATE IN POST-TELECONFERENCE DISCUSSION ABOUT DOCUMENT PRODUCTION, DRAFT MOTIONS, AND MATTERS RELATED THERETO (0.9).
MACDONALD N	01/12/06	10.60	CONTINUE REVIEW OF DOCUMENTS PRODUCED BY OBJECTORS TO KECP IN PREPARATION FOR KECP DISCOVERY HEARING, AND PREPARE DISCOVERY AND KECP HEARING MATERIALS BASED ON SAME (9.4); MEET AND CONFER TELECONFERENCE WITH KECP OBJECTORS (1.2).
MACDONALD N	01/13/06	6.60	CONTINUE REVIEW OF DOCUMENTS PRODUCED BY OBJECTORS TO KECP IN PREPARATION FOR KECP HEARING, AND CONTINUE PREPARATION OF KECP HEARING AND DEPOSITION MATERIALS BASED ON SAME (6.6).
MACDONALD N	01/14/06	1.80	MEET AND CONFER WITH CO-COUNSEL RE KECP DISCOVERY HEARING, CASE STRATEGY AND PRE-HEARING PRODUCTION AND DEPOSITION MATTERS (0.7); BEGIN DRAFT OF BUTLER DECLARATION (0.4); BEGIN REVISION OF DRAFT OF SCALP DISCOVERY LETTER (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MACDONALD N	01/16/06	9.20	COMPLETE REVISION OF OPIE DRAFT (1.7); COMPLETE REVIEW OF BUBNOVICH AND BUTLER DECLARATIONS (1.4); CONTINUE REVISION OF DRAFT SCALP DISCOVERY LETTER AND CONDUCT LEGAL RESEARCH AND DOCUMENT REVIEW RELATED TO SAME (5.4); MEET AND CONFER WITH CO-COUNSEL TO DISCUSS MATTERS RELATED TO FORTHCOMING DEPOSITIONS, DECLARATIONS AND PREPARATION FOR SAME (0.7).
MACDONALD N	01/17/06	3.70	CONTINUE DRAFT OF PROPOSED RULE 11 LETTER (1.3); REVIEW D&T RETENTION AND KECP DISCOVERY HEARINGS TRANSCRIPT AND REVIEW DOCUMENTS RELATED TO SAME (2.4).
MACDONALD N	01/18/06	2.80	CONTINUE REVIEW OF 1/13 KECP DISCOVERY HEARING MATERIALS; REVIEW DOCUMENTS RELATED TO SAME (2.8).
MACDONALD N	01/19/06	8.50	CONTINUE REVIEW OF 1/13 KECP DISCOVERY HEARING MATERIALS, REVIEW DOCUMENTS RELATED TO SAME (0.4); REVISE AND HARMONIZE OPIE DECLARATION IN LIGHT OF CLIENT AND EXPERT WITNESS INPUT, LEGAL RESEARCH AND REVIEW DOCUMENTS RELATED TO SAME (7.5); MEET AND CONFER WITH CO-COUNSEL RE STATUS OF DISCOVERY MATTERS AND HEARING-RELATED MATTERS (0.6).
MACDONALD N	01/20/06	1.30	CONTINUE TO REVIEW AND HARMONIZE OPIE DECLARATION IN LIGHT OF CLIENT AND WITNESS INPUT (1.1); LEGAL RESEARCH AND REVIEW OF DOCUMENTS RELATED TO SAME (0.2).
MACDONALD N	01/23/06	9.70	REVIEW AND REVISE DRAFT OF RESPONSES TO KECP OBJECTIONS, DOCUMENT AND DECLARATION REVIEW RELATED TO SAME (9.7).
MACDONALD N	01/24/06	10.70	CONTINUE REVIEW AND REVISION OF DRAFT RESPONSE TO KECP OBJECTIONS AND DECLARATIONS IN SUPPORT THEREOF, DOCUMENT AND DECLARATION REVIEW RELATED TO SAME (9.9); LEGAL RESEARCH RELATED TO KEY EMPLOYEE COMPENSATION PROGRAMS IN UNION CASES (0.8).
MACDONALD N	01/26/06	0.70	MEET AND CONFER ABOUT STATUS OF KECP NEGOTIATIONS BETWEEN UCC AND DEBTOR (0.7).
MACDONALD N	01/30/06	6.70	MEET AND CONFER ABOUT MATTERS RELATED TO PENDING KECP HEARING AND STATUS OF DISCUSSIONS BETWEEN DEBTORS AND THE UCC (0.5); CONTINUE REVISION OF DECLARATIONS AND RESPONSE TO KECP OBJECTIONS (6.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MACDONALD N	01/31/06	7.40	CONTINUE REVISION OF DECLARATIONS AND RESPONSE TO KECP OBJECTIONS, TELECONFERENCES WITH DECLARANT IN CONNECTION THEREWITH, REVIEW DOCUMENTS RELATED TO SAME (7.4).
		126.10	
MEISLER RE	01/04/06	0.40	TELECONFERENCE WITH R. MARINO RE BOOZ ALLEN (0.4).
MEISLER RE	01/06/06	0.90	TELECONFERENCE WITH J. SHEEHAN RE BOOZ ALLEN (0.2); TELECONFERENCE WITH R. MARINO RE SAME (0.1); ATTENTION TO KECP MATTERS IN PREPARATION FOR JANUARY 27 HEARING RE SHARING OF INFORMATION (0.6).
MEISLER RE	01/19/06	4.10	TELECONFERENCE WITH J. SHEEHAN, S. CORCORAN, B. JACKSON, J. MCGRAFF, J. MICHIKOWSKI, S. BIANCO RE BOOZ ALLEN (0.7); TELECONFERENCE WITH D. ALEXANDER RE KECP (0.3); CONTINUED TO REVIEW KECP MATTERS (0.3); REVIEW EMAIL CORRESPONDENCE RE GM VOUCHERS FOR RETIREES (0.2); REVIEWED RELEVANT PLEADINGS AND ANALYZED SAME (2.3); TELECONFERENCE WITH K. COBB AND S. GALE RE SAME (0.2); TELECONFERENCE WITH B. SAX RE SAME (0.1).
MEISLER RE	01/20/06	1.00	CONTINUED ANALYSIS OF GM VOUCHERS (0.7); CONFERENCE WITH C. GROSS AND D. PHILLIPS RE SAME (0.3).
MEISLER RE	01/25/06	0.80	CONFERENCE WITH J. SHEEHAN RE BOOZ ALLEN (0.2); CONFERENCE WITH B. SAX RE HUMAN CAPITAL (0.3); FOLLOW-UP ON SAME (0.3).
		7.20	
MICHELI MJ	01/04/06	2.10	BEGAN REVIEW OF LEAD PLAINTIFF RELATED PLEADINGS IN CONNECTION WITH KECP RE HEARING PREPARATION (1.3); BEGAN REVIEW OF LEAD PLAINTIFF RELATED PLEADINGS IN CONNECTION WITH DELOITTE AND TOUCHE RETENTION RE HEARING PREPARATION (0.8).
MICHELI MJ	01/05/06	1.20	CONTINUED REVIEW OF LEAD PLAINTIFFS PLEADINGS ON THE KECP IN PREPARATION FOR HEARING ON THE MATTER (1.2).
MICHELI MJ	01/10/06	0.70	BEGAN REVIEW OF PROTECTIVE ORDER FOR KECP DISCOVERY (0.2); TELECONFERENCE WITH D. PARSHALL RE SHELBY R&D LITIGATION (0.2); BEGAN REVIEW OF CASES STATUS RE SAME (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MICHELI MJ	01/12/06	1.70	BEGAN REVIEW OF MOTION TO QUASH LEAD PLAINTIFFS DISCOVERY REQUESTS (0.4); ANALYSIS OF SCRIPT RE SAME (0.3); REVIEW ALL PLEADINGS FILED IN CONNECTION WITH SAME RE HEARING PREPARATION FOR THE JAN 13TH HEARING (0.5); ANALYZE LEAD PLAINTIFFS SUPPLEMENTAL AFFIDAVIT RE SAME (0.5).
MICHELI MJ	01/16/06	0.20	CORRESPONDENCE WITH J. FRIZZLEY RE BRUST DEPOSITION (0.2).
MICHELI MJ	01/17/06	0.70	CORRESPONDENCE WITH J. FRIZZLEY RE SAME (0.3); REVIEW BRUST DEPOSITION TRANSCRIPT (0.4).
		6.60	
WILSON LD	01/26/06	1.20	CONFER ON KECP ISSUES (0.5); REVIEW PRECEDENT IN FILES ON SAME (0.4); CONFER POLISENO ON RESEARCH FOR KECP ISSUE (0.3).
WILSON LD	01/27/06	1.70	REVIEW CASES ON KECP ISSUE (0.5); PARTICIPATE ON CALL TO DISCUSS STATUS OF LABOR PIECES (0.8); REVIEW DRAFT MEMO ON KECP ISSUE (0.4).
		2.90	
Total Associate		455.10	
DEMMA J	01/03/06	7.20	PREPARE CASE LAW MATERIALS RE OBJECTIONS TO DEBTORS' KEY EMPLOYEE COMPENSATION PROGRAM FOR JANUARY 5, 2005 OMNIBUS HEARING (7.2).
DEMMA J	01/04/06	7.10	PREPARE/ASSEMBLE CASE LAW MATERIALS RE VARIOUS OBJECTIONS TO DEBTORS' KEY EMPLOYEE COMPENSATION PROGRAM FOR JANUARY 5, 2005 OMNIBUS HEARING (7.1).
DEMMA J	01/17/06	1.30	PREPARE DISCOVERY REQUEST MATERIALS FOR ATTORNEY REVIEW (1.3).
DEMMA J	01/20/06	1.70	PREPARE DISCOVERY REQUEST DOCUMENTS FOR ATTORNEY REVIEW RE KEY EMPLOYEE COMPENSATION PROGRAM (1.7).
		17.30	
JACOBSON SJ	01/03/06	2.30	ASSIST WITH ASSEMBLY OF DOCUMENT PRODUCTION (2.3).
JACOBSON SJ	01/09/06	8.20	ASSIST WITH ASSEMBLY OF DOCUMENT PRODUCTION (8.2).
JACOBSON SJ	01/11/06	5.10	ASSIST WITH ASSEMBLY OF DOCUMENT PRODUCTION (5.1).
JACOBSON SJ	01/12/06	4.80	ASSIST WITH ASSEMBLY OF DOCUMENT PRODUCTION (4.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

JACOBSON SJ	01/13/06	3.50	ASSIST WITH ASSEMBLY OF DOCUMENT PRODUCTION (3.5).
JACOBSON SJ	01/16/06	3.20	ASSIST WITH ASSEMBLY OF DOCUMENT PRODUCTION (3.2).
JACOBSON SJ	01/17/06	4.10	ASSIST WITH ASSEMBLY OF DOCUMENT PRODUCTION (4.1).
JACOBSON SJ	01/19/06	2.40	ASSEMBLE FOR ATTORNEY REVIEW THE DOCUMENTS FOR AFFIDAVIT (2.4).
JACOBSON SJ	01/23/06	1.90	ASSIST WITH ASSEMBLY OF DOCUMENT PRODUCTION (1.9).
JACOBSON SJ	01/25/06	1.50	ASSIST WITH ASSEMBLY OF DOCUMENT PRODUCTION (1.5).
		37.00	
Total Legal Assistant		54.30	
TOTAL TIME		<u>618.30</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Employee Matters (General)**

**Bill Date: 02/28/06
Bill Number: 1108418**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	01/03/06	Springer DE	1,067.37
Air/Rail Travel - vendor feed	01/05/06	Springer DE	703.75
Air/Rail Travel - vendor feed	01/05/06	Springer DE	-658.75
Air/Rail Travel - vendor feed	01/06/06	Springer DE	752.69
Air/Rail Travel - vendor feed	01/06/06	Springer DE	-174.65
Air/Rail Travel - vendor feed	01/06/06	Springer DE	-533.04
Air/Rail Travel - vendor feed	01/10/06	Springer DE	664.84
Air/Rail Travel - vendor feed	01/13/06	Springer DE	372.34
Air/Rail Travel - vendor feed	01/22/06	Fern BM	482.09
Air/Rail Travel - vendor feed	01/22/06	Campanario ND	473.73
Air/Rail Travel - vendor feed	01/23/06	Springer DE	1,067.57
Air/Rail Travel - vendor feed	01/23/06	Shivakumar D	593.24
Air/Rail Travel - vendor feed	01/23/06	Springer DE	-1,067.57
Air/Rail Travel - vendor feed	01/25/06	Springer DE	533.04
Air/Rail Travel - vendor feed	01/31/06	MacDonald N	819.83
Air/Rail Travel - vendor feed	01/31/06	MacDonald N	-386.66
Air/Rail Travel - vendor feed	01/31/06	Springer DE	705.35
Air/Rail Travel - vendor feed	01/31/06	Campanario ND	819.83
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$6,235.00
In-house Reproduction	01/10/06	Copy Center, D	2.40
In-house Reproduction	01/13/06	Copy Center, D	3.50

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	01/13/06	Copy Center, D	219.60
In-house Reproduction	01/20/06	Copy Center, D	20.60
In-house Reproduction	01/22/06	Copy Center, D	16.00
In-house Reproduction	01/24/06	Copy Center, D	0.30
In-house Reproduction	01/24/06	Copy Center, D	2.50
In-house Reproduction	01/27/06	Copy Center, D	5.00
In-house Reproduction	01/27/06	Copy Center, D	34.50
In-house Reproduction	01/31/06	Copy Center, D	128.60
		TOTAL IN-HOUSE REPRODUCTION	\$433.00
Telephone Expense	01/27/06	Telecommunications, D	2.99
Telephone Expense	01/27/06	Telecommunications, D	3.64
Telephone Expense	01/27/06	Telecommunications, D	0.11
Telephone Expense	01/27/06	Telecommunications, D	27.09
Telephone Expense	01/27/06	Telecommunications, D	30.28
Telephone Expense	01/27/06	Telecommunications, D	1.89
		TOTAL TELEPHONE EXPENSE	\$66.00
Non-standard/Outside, Reproduction	12/27/05	MacDonald N	35.98
Non-standard/Outside Reproduction	12/27/05	MacDonald N	1.89
Non-standard/Outside Reproduction	01/17/06	24 Seven Discovere, L.L.C.	2,789.81
Non-standard/Outside Reproduction	01/18/06	24 Seven Discovere, L.L.C.	1,797.81
Non-standard/Outside Reproduction	01/30/06	24 Seven Discovere, L.L.C.	2,320.51
		TOTAL NON-STANDARD/OUTSIDE REPRODUCTION	\$6,946.00
Westlaw	01/06/06	Guzzardo J	247.33
Westlaw	01/06/06	Fern BM	49.36
Westlaw	01/13/06	Kohut RD	153.79
Westlaw	01/30/06	Kohut RD	173.52
		TOTAL WESTLAW	\$624.00
Vendor Hosted Teleconferencing	01/31/06	Genesys Conferencing	32.18

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Vendor Hosted Teleconferencing	01/31/06	Teleconferencing Services, LLC	6.05
Vendor Hosted Teleconferencing	01/31/06	Teleconferencing Services, LLC	4.26
Vendor Hosted Teleconferencing	01/31/06	Teleconferencing Services, LLC	20.76
Vendor Hosted Teleconferencing	01/31/06	Teleconferencing Services, LLC	42.75
		TOTAL VENDOR HOSTED TELECONFERENCING	\$106.00
Out-of-Town Travel	01/06/06	Springer DE	624.23
Out-of-Town Travel	01/12/06	Springer DE	607.98
Out-of-Town Travel	01/13/06	Springer DE	376.53
Out-of-Town Travel	01/16/06	Springer DE	90.01
Out-of-Town Travel	01/17/06	Springer DE	211.66
Out-of-Town Travel	01/25/06	Springer DE	835.01
Out-of-Town Travel	01/31/06	MacDonald N	50.00
Out-of-Town Travel	01/31/06	MacDonald N	35.00
Out-of-Town Travel	01/31/06	Campanario ND	303.58
		TOTAL OUT-OF-TOWN TRAVEL	\$3,134.00
Messengers/ Courier	01/19/06	Dist Serv/Mail/Page, D	16.54
Messengers/ Courier	01/19/06	Dist Serv/Mail/Page, D	10.38
Messengers/ Courier	01/27/06	Dist Serv/Mail/Page, D	50.70
Messengers/ Courier	01/27/06	Dist Serv/Mail/Page, D	28.30
Messengers/ Courier	01/27/06	Dist Serv/Mail/Page, D	33.38
Messengers/ Courier	01/31/06	Dist Serv/Mail/Page, D	103.66
Messengers/ Courier	01/31/06	Dist Serv/Mail/Page, D	90.70
Messengers/ Courier	01/31/06	Dist Serv/Mail/Page, D	42.12
Messengers/ Courier	01/31/06	Dist Serv/Mail/Page, D	64.79
Messengers/ Courier	01/31/06	Dist Serv/Mail/Page, D	113.39
Messengers/ Courier	01/31/06	Dist Serv/Mail/Page, D	87.46
Messengers/ Courier	01/31/06	Dist Serv/Mail/Page, D	103.66
Messengers/ Courier	01/31/06	Dist Serv/Mail/Page, D	71.27
Messengers/ Courier	01/31/06	Dist Serv/Mail/Page, D	77.74
Messengers/ Courier	01/31/06	Dist Serv/Mail/Page, D	123.11
Messengers/ Courier	01/31/06	Dist Serv/Mail/Page, D	90.70

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Messengers/ Courier	01/31/06	Dist Serv/Mail/Page, D	100.42
Messengers/ Courier	01/31/06	Dist Serv/Mail/Page, D	100.42
Messengers/ Courier	01/31/06	Dist Serv/Mail/Page, D	64.79
Messengers/ Courier	01/31/06	Dist Serv/Mail/Page, D	113.47
TOTAL MESSENGERS/ COURIER			\$1,487.00
Out-of-Town Meals	11/30/05	Springer DE	35.24
Out-of-Town Meals	01/03/06	Springer DE	44.96
Out-of-Town Meals	01/03/06	Springer DE	3.79
Out-of-Town Meals	01/04/06	Springer DE	44.96
Out-of-Town Meals	01/04/06	Springer DE	23.82
Out-of-Town Meals	01/11/06	Springer DE	67.13
Out-of-Town Meals	01/11/06	Springer DE	89.93
Out-of-Town Meals	01/13/06	Springer DE	44.97
Out-of-Town Meals	01/16/06	Springer DE	19.52
Out-of-Town Meals	01/23/06	Springer DE	13.53
Out-of-Town Meals	01/23/06	Springer DE	44.96
Out-of-Town Meals	01/24/06	Springer DE	41.65
Out-of-Town Meals	01/24/06	Springer DE	44.96
Out-of-Town Meals	01/24/06	Springer DE	21.11
Out-of-Town Meals	01/25/06	Springer DE	35.24
Out-of-Town Meals	01/31/06	MacDonald N	7.48
Out-of-Town Meals	01/31/06	MacDonald N	2.75
TOTAL OUT-OF-TOWN MEALS			\$586.00
Outside Research/Internet Services	12/31/05	Pacer Service Center	35.49
Outside Research/Internet Services	01/01/06	LexisNexis Courtlink Inc.	155.95
Outside Research/Internet Services	01/06/06	Pacer Service Center	2.56
TOTAL OUTSIDE RESEARCH/INTERNET SERVICES			\$194.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
CLR/Disclosure	12/31/05	Global Securities	54.00
		TOTAL CLR/DISCLOSURE	\$54.00
Wireless - Mobile/Cellular/Pager	12/09/05	Meisler RE	8.68
Wireless - Mobile/Cellular/Pager	01/09/06	Meisler RE	1.32
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$10.00
		TOTAL MATTER	\$19,875.00